

EXHIBIT A

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Intermediary for Lima Acquisition LP
13

14 UNITED STATES DISTRICT COURT
15 CENTRAL DISTRICT OF CALIFORNIA
16 WESTERN DIVISION

17
18 U.S. BANK NATIONAL
ASSOCIATION, a national association,
19 as securities intermediary for LIMA
ACQUISITION LP,

20 Plaintiff,

21 v.

22 PHL VARIABLE INSURANCE
23 COMPANY, a Connecticut corporation,

24 Defendant.
25
26
27
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Case No. CV11-09517 ODW(RZx)

**RULE 26(A)(1) INITIAL
DISCLOSURES BY PLAINTIFF
U.S. BANK NATIONAL
ASSOCIATION, AS SECURITIES
INTERMEDIARY FOR LIMA
ACQUISITION LP**

Pursuant to Rule 26(a)(1) of the Federal Rules of Civil Procedure, plaintiff U.S. Bank National Association, as securities intermediary for Lima Acquisition LP ("Plaintiff"), by and through counsel, makes the following initial disclosures:

I. INDIVIDUALS LIKELY TO HAVE DISCOVERABLE INFORMATION

The following individuals are likely to have discoverable information that may be used to support Plaintiff's claims. These disclosures are based on the information that Plaintiff has as of the date of these disclosures and prior to any discovery. As a consequence, the list may not contain the names of all persons who may be later identified as having information that Plaintiff may use to support its claims and defenses, including those persons who may be revealed through the discovery process. Plaintiff reserves the right to supplement this list of individuals likely to have discoverable information in support of its claims with additional individuals, and to use such individuals and their knowledge in support of its claims.

1. Brandon Baer
c/o Khai LeQuang
Orrick Herrington & Sutcliffe LLP
777 S. Figueroa Street, Suite 3200
Los Angeles, CA 90017
Mr. Baer has information about the Phoenix Accumulator Universal Life Insurance policies set forth on Exhibit A to the complaint (the "Policies"), including Plaintiff's performance under the Policies and the impact of the increase in cost of insurance rates.
2. Andy Berman
c/o Khai LeQuang
Orrick Herrington & Sutcliffe LLP
777 S. Figueroa Street, Suite 3200
Los Angeles, CA 90017
Mr. Berman has information about the Policies, including Plaintiff's performance under the Policies and the impact of the increase in cost of insurance rates.
3. Doug Cardoni
c/o Khai LeQuang
Orrick Herrington & Sutcliffe LLP
777 S. Figueroa Street, Suite 3200
Los Angeles, CA 90017
Mr. Cardoni has information about the Policies, including Plaintiff's

performance under the Policies and the impact of the increase in cost of insurance rates.

4. Ola Eriksson
c/o Khai LeQuang
Orrick Herrington & Sutcliffe LLP
777 S. Figueroa Street, Suite 3200
Los Angeles, CA 90017

Mr. Eriksson has information about the Policies, including Plaintiff's performance under the Policies and the impact of the increase in cost of insurance rates.

5. Rodney Hutter
c/o Khai LeQuang
Orrick Herrington & Sutcliffe LLP
777 S. Figueroa Street, Suite 3200
Los Angeles, CA 90017

Mr. Hutter has information about the Policies, including Plaintiff's performance under the Policies and the impact of the increase in cost of insurance rates.

6. Ann Juliano
c/o Khai LeQuang
Orrick Herrington & Sutcliffe LLP
777 S. Figueroa Street, Suite 3200
Los Angeles, CA 90017

Ms. Juliano has information about the Policies, including Plaintiff's performance under the Policies and the impact of the increase in cost of insurance rates, including on the salability of policies issued by Defendant after the cost of insurance rate increases.

7. Regang Ou
c/o Khai LeQuang
Orrick Herrington & Sutcliffe LLP
777 S. Figueroa Street, Suite 3200
Los Angeles, CA 90017

Mr. Ou has information about the Policies, including Plaintiff's performance under the Policies and the impact of the increase in cost of insurance rates.

8. James Rouse
c/o Khai LeQuang
Orrick Herrington & Sutcliffe LLP
777 S. Figueroa Street, Suite 3200
Los Angeles, CA 90017

Mr. Rouse has information about the Policies, including Plaintiff's performance under the Policies and the impact of the increase in cost of insurance rates.

9. NorthStar Life Services, LLC
114 Pacifica, Suite 120
Irvine, CA 92618

NorthStar Life Services, LLC has information about the servicing of the Policies, including the payment of premiums.

- 1 10. Persons involved in or responsible for the design and development of
2 Phoenix Accumulator Universal Life Insurance policies, including but
3 not limited to current or former members of PHL Variable Insurance
4 Company's actuarial department, underwriting department, producer
5 services group, marketing department, and product design department.
- 6 11. Persons involved in or responsible for determining or calculating any
7 cost of insurance rates of Phoenix Accumulator Universal Life
8 Insurance policies, including but not limited to current or former
9 members of PHL Variable Insurance Company's actuarial department,
10 underwriting department, producer services group, marketing
11 department, and product design department.
- 12 12. Persons involved in or responsible for making any decisions that
13 impacted or potentially impacted the cost of insurance rates of Phoenix
14 Accumulator Universal Life Insurance policies, including but not
15 limited to decisions about investments, setting of reserves, expenses,
16 and taxes. Plaintiff is informed and believes that this would include
17 James D. Wehr, Peter A. Hoffmann, Christopher Wilkos, and Philip
18 Polkinghorn.
- 19 13. Persons involved in or responsible for the decision to increase the cost
20 of insurance rates for Phoenix Accumulator Universal Life Insurance
21 policies, including the Policies.
- 22 14. Persons involved in or responsible for development of marketing
23 materials for Phoenix Accumulator Universal Life Insurance policies,
24 including but not limited to current or former members of PHL
25 Variable Insurance Company's actuarial department, underwriting
26 department, producer services group, marketing department, and
27 product design department.
- 28 15. Persons involved in or responsible for any language in Phoenix

Accumulator Universal Life Insurance policies that is related to cost of insurance.

16. Persons involved in or responsible for the underwriting of the Policies.

II. DOCUMENTS

Plaintiff may use the following categories of documents, including electronically stored information, to support Plaintiff's claims, as well as any documents that any third party identifies or produces in this matter. Plaintiff reserves the right to supplement this description and rely on additional documents if and when they become available during the course of discovery or otherwise.

1. The Policies.
2. Plaintiff's policy files for the Policies.
3. Plaintiff's policy valuation and cost of insurance models.
4. The policy files maintained by Plaintiff's servicers for the Policies.
5. The categories of documents identified in Plaintiff's First Request for Production of Documents served on January 26, 2012, which are incorporated by reference herein.
6. Any categories of documents to be identified in any subsequent requests for production that will be served by Plaintiff.

III. DAMAGES

The amount and basis for the calculation of Plaintiff's damages will be the subject of discovery and expert opinions in this case, and will be provided in accordance with the scheduling order. However, Plaintiff's damages consist of the increased cost of insurance that Plaintiff has paid and continues to pay, the diminution in value of the Policies as a result of Defendant's improper increase in the cost of insurance rates, and Plaintiff's attorneys' fees and costs incurred in this action. Plaintiff is unable to ascertain the exact amount of the cost of insurance rate increases at this time, as Defendant has failed and refused to provide that information to Plaintiff. Plaintiff is informed and believes that documents that are

1 in Defendant's possession, custody, and control, such as policy illustrations and
2 documents that state the actual cost of insurance rates and formula, will reflect the
3 amount of the cost of insurance rate increases from which the improper cost of
4 insurance amounts can be determined. In addition, actuarial analyses or other
5 policy valuations will reflect the diminution in the value of the Policies as a result
6 of Defendant's improper cost of insurance rate increases.


7 **IV. INSURANCE**

8 Plaintiff is not aware of any applicable insurance policies.

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10 Dated: February 8, 2012

Orrick, Herrington & Sutcliffe LLP

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12
13 By:


KHAILEQUANG
Attorneys for Plaintiff
U.S. BANK NATIONAL
ASSOCIATION, AS SECURITIES
INTERMEDIARY FOR LIMA
ACQUISITION LP

PROOF OF SERVICE

I am more than eighteen years old and not a party to this action. My business address is Orrick, Herrington & Sutcliffe LLP, 2050 Main Street, Suite 1100, Irvine, California 92614. On February 8, 2012, I served the following document(s):

RULE 26(A)(1) INITIAL DISCLOSURES BY PLAINTIFF U.S. BANK NATIONAL ASSOCIATION, AS SECURITIES INTERMEDIARY FOR LIMA ACQUISITION LP


- ☐ by transmitting via facsimile the document(s) listed above to the fax number(s) set forth below on this date before 5:00 p.m.
- ☐ by depositing a true and correct copy of the document(s) listed above with Federal Express in Los Angeles, California, enclosed in a sealed envelope.
- ☒ (by Electronic Mail), I caused such documents to be transmitted by electronic mail to the offices of the addressee.
- ☒ by placing the document(s) listed above in a sealed envelope with postage thereon fully prepaid, in the United States mail at Irvine, California addressed as set forth below.

SEE ATTACHED SERVICE LIST

I am employed in the county from which the mailing occurred. On the date indicated above, I placed the sealed envelope(s) for collection and mailing at this firm's office business address indicated above. I am readily familiar with this firm's practice for the collection and processing of correspondence for mailing with the United States Postal Service. Under that practice, the firm's correspondence would be deposited with the United States Postal Service on this same date with postage thereon fully prepaid in the ordinary course of business.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on February 8, 2012, at Irvine, California.


 Patricia Ruby

SERVICE LIST

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Scott O. Luskin
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Variable Insurance Co.**

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